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13 Attorneys for Defendants
UBER TECHNOLOGIES, INC.
14 and OTTOMOTTO LLC

15 UNITED STATES DISTRICT COURT
16 NORTHERN DISTRICT OF CALIFORNIA
17 SAN FRANCISCO DIVISION

18 WAYMO LLC,
19 Plaintiff,
20 v.
21 UBER TECHNOLOGIES, INC.,
22 OTTOMOTTO LLC; OTTO TRUCKING LLC,
23 Defendants.

Case No. 3:17-cv-00939-WHA

**DECLARATION OF MICHELLE
YANG IN SUPPORT OF
DEFENDANTS' ADMINISTRATIVE
MOTION TO FILE UNDER SEAL
ACQUISITION DOCUMENTS
PURSUANT TO MAY 25, 2017 ORAL
ORDER**

Trial Date: October 2, 2017

1 I, Michelle Yang, declare as follows:

2 1. I am an attorney at the law firm of Morrison & Foerster LLP. I make this
3 declaration based upon matters within my own personal knowledge and if called as a witness, I
4 could and would competently testify to the matters set forth herein. I make this declaration in
5 support of Defendants' Administrative Motion to File Under Seal the following documents (the
6 "Acquisition Documents") pursuant to Judge Corley's oral order at the May 25, 2017 Hearing
7 (5/25/17 Rough Hearing Tr. at 9:16-10:2):

- 8
- 9 • Agreement and Plan of Merger (Ottomotto)
- 10 • Exhibits to Agreement and Plan of Merger (Ottomotto)
- 11 • Indemnification Agreement
- 12 • Exhibit A to Indemnification Agreements
- 13 • Exhibit B to Indemnification Agreements
- 14 • Agreement and Plan of Merger (Otto Trucking)
- 15 • Exhibits to Agreement and Plan of Merger (Otto Trucking)
- 16 • Company Disclosure Schedules (Otto Trucking)
- 17 • Company Disclosure Schedules (Ottomotto)
- 18 • Agreement and Plan of Merger (Ottomotto)
- 19 • Agreement and Plan of Merger (Otto Trucking)
- 20 • Draft Term Sheet

21

22 2. The Acquisition Documents contain non-public, highly confidential information
23 relating to acquisition agreements of Uber, including highly confidential business information
24 relating to Uber's (a privately held corporation) corporate structure and highly confidential
25 information relating to terms of the agreements. The documents contain highly sensitive business
26 information that is not publicly known, and their confidentiality is strictly maintained. I
27 understand that this information could be used by competitors to Uber's detriment, including in
28 the context of negotiating business deals.

